Attorney or Party Name, Address, Telephone & FAX Nos., State Bar No. & Email Address
Michael Jay Berger (SBN 100291)
Law Offices of Michael Jay Berger
9454 Wilshire Boulevard, 6th floor
Beverly Hills, CA 90212
(310) 271-6223 Fax: (310) 271-9805
michael.berger@bankruptcypower.com

FOR COURT USE ONLY

☐ *Debtor(s) appearing without an attorney*
☑ *Attorney for: Mr. Tortilla, Inc.*

UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA

In re:

Mr. Tortilla, Inc.

Debtor(s.)

CASE NO.: **1:24-bk-10228-VK**
CHAPTER: **11**

NOTICE OF OPPORTUNITY TO REQUEST A HEARING ON MOTION

[LBR 9013-1(o)]

[No hearing unless requested in writing]

TO THE U.S. TRUSTEE AND ALL PARTIES ENTITLED TO NOTICE, PLEASE TAKE NOTICE THAT:

1. Movant(s) **Mr. Tortilla, Inc.**, filed a motion or application (Motion) entitled **APPLICATION FOR ORDER AUTHORIZING DEBTOR TO EMPLOY GENERAL BANKRUPTCY COUNSEL; DECLARATIONS OF MICHAEL JAY BERGER AND ANTHONY ALCAZAR IN SUPPORT THEREOF; AND STATEMENT OF DISINTERESTEDNESS IN SUPPORT THEREOF [11 U.S.C. § 327, LBR 2014-1]**

2. Movant(s) is requesting that the court grant the Motion without a hearing as provided for in LBR 9013-1(o), unless a party in interest timely files and serves a written opposition to the Motion and requests a hearing.

3. The Motion is based upon the legal and factual grounds set forth in the Motion. (*Check appropriate box below*):

   ☑ The full Motion is attached to this notice; or

   ☐ The full Motion was filed with the court as docket entry #_____, and a detailed description of the relief sought is attached to this notice.

4. **DEADLINE FOR FILING AND SERVING OPPOSITION PAPERS AND REQUEST FOR A HEARING:** Pursuant to LBR 9013-1(o), any party who opposes the Motion may request a hearing on the Motion. The deadline to file and serve a written opposition and request for a hearing is 14 days after the date of service of this notice, plus 3 additional days if you were served by mail or pursuant to F.R.Civ.P. 5(b)(2)(D) or (F).

   a. If you timely file and serve a written opposition and request for a hearing, movant will file and serve a notice of hearing at least 14 days in advance of the hearing. [LBR 9013-1(o)(4)]

   b. If you fail to comply with this deadline:

      (1) Movant will file a declaration to indicate: (1) the Motion was properly served, (2) the response period elapsed, and (3) no party filed and served a written opposition and request for a hearing within 14 days after the date of service of the notice [LBR 9013-1(o)(3)];

      (2) Movant will lodge an order that the court may use to grant the Motion; and

      (3) The court may treat your failure as a waiver of your right to oppose the Motion and may grant the Motion without further hearing and notice. [LBR 9013-1(h)]

Respectfully submitted,

Date: 2/22/2024

Signature of Movant or attorney for Movant

Michael Jay Berger
Printed name of Movant or attorney for Movant

MICHAEL JAY BERGER (State Bar # 100291)
LAW OFFICES OF MICHAEL JAY BERGER
9454 Wilshire Blvd. 6th Floor
Beverly Hills, CA 90212-2929
Telephone: (310) 271-6223
Facsimile: (310) 271-9805
E-mail: Michael.Berger@bankruptcypower.com

Proposed Counsel for Debtor and Debtor-in-Possession,
Mr. Tortilla, Inc.

UNITED STATES BANKRUPTCY COURT

CENTRAL DISTRICT OF CALIFORNIA

SAN FERNANDO VALLEY DIVISION

In re: Mr. Tortilla, Inc., Debtor and Debtor-in-Possession.	CASE NO.: 1:24-bk-10228-VK Chapter 11 **APPLICATION FOR ORDER AUTHORIZING DEBTOR TO EMPLOY GENERAL BANKRUPTCY COUNSEL; DECLARATIONS OF MICHAEL JAY BERGER AND ANTHONY ALCAZAR IN SUPPORT THEREOF; AND STATEMENT OF DISINTERESTEDNESS IN SUPPORT THEREOF [11 U.S.C. § 327, LBR 2014-1]** ***[No Hearing, Unless Requested]***

TO THE HONORABLE VICTORIA S. KAUFMANN, JUDGE OF THE UNITED STATES BANKRUPTCY COURT, TO THE UNITED STATES

TRUSTEE, SECURED CREDDITORS, 20 LARGEST UNSECURED CREDITORS, AND TO ALL INTERESTED PARTIES:

Mr. Tortilla, Inc. (the "Debtor"), Debtor and Debtor-in-Possession herein, respectfully represents:

1. On February 7, 2024, Debtor retained the Law Offices of Michael Jay Berger ("Applicant") to represent Debtor in its Chapter 11 bankruptcy proceeding.

2. On February 14, 2024 a voluntary Chapter 11 under Subchapter V petition was filed on behalf of the Debtor. Post-petition services commenced on February 15, 2024.

3. Debtor desires to employ Applicant as General Bankruptcy Counsel with respect to the above-referenced Chapter 11 bankruptcy proceeding. Debtor represents that the employment of Applicant would be in the best interests of the estate. Debtor has selected Applicant as its General Bankruptcy Counsel because of Applicant's extensive experience representing both debtors and creditors in Chapter 7, 11, and 13 bankruptcy proceedings. Michael Jay Berger ("Berger") is a Certified Legal Specialist in Bankruptcy Law, certified by the Legal Board of Specialization of the State Bar of California. It is necessary for the Debtor to employ General Bankruptcy Counsel to represent its interests in this Chapter 11 bankruptcy proceeding, as the Debtor would be unable to reorganize its business without the benefit of competent legal advice. The Debtor has no knowledge of bankruptcy law and needs the assistance of an experienced bankruptcy attorney to effectively deal with claims against the estate and propose a plan of reorganization. Retention of General Bankruptcy Counsel for the representation set forth herein will

afford the Debtor the benefit of experienced bankruptcy counsel familiar with the affairs of the Debtor as it relates to this Chapter 11 proceeding.

4. The Applicant has no prior connection with the Debtor. The Applicant is not connected with any of Debtor's creditors, or with any other party in interest herein, or his respective attorneys, or any person or entity, believed to have any position inconsistent with that of this estate.

5. As General Bankruptcy Counsel for the Debtor, Applicant will provide all legal services reasonably required to represent Debtor in its Chapter 11 bankruptcy proceeding. These services will include, and have included, communicating with creditors of the Debtor, reviewing the Debtor's Chapter 11 bankruptcy petition and all supporting schedules, advising the Debtor of its legal rights and obligations in a bankruptcy proceeding, working to bring the Debtor into full compliance with reporting requirements of the Office of the United States Trustee (the "<u>OUST</u>"), preparing status reports as required by the Court, and responding to any motions filed in Debtor's bankruptcy proceeding. In addition, Applicant will respond to creditor inquiries, review proofs of claim filed in Debtor's bankruptcy, object to inappropriate claims, prepare Notices of Automatic Stay in all state court proceedings in which the Debtor is sued during the pending of Debtor's bankruptcy proceeding and, if appropriate, prepare a Chapter 11 Plan of Reorganization for the Debtor.

6. Applicant will charge the Debtor for Berger's services at the rate of $645.00 per hour. Applicant will charge Debtor $595.00 per hour for the services of his partner Sofya Davtyan, $475.00 per hour for the services of mid-level associate attorney

Robert Poteete, $275.00 per hour for the services of his senior paralegals and law clerks, and $200.00 per hour for the services of bankruptcy paralegals.

7. The agreed upon retainer is $20,000.00. On February 7, 2024, Debtor paid Applicant $20,000.00 plus the $1,738.00 filing fee.

8. Applicant's actual pre-petition fees and costs incurred were deemed fully earned as of the filing of the petition, and were withdrawn from the Applicant's client trust account immediately prior to the filing of the Debtor's bankruptcy petition as payment for the pre-petition work done by Applicant. Applicant's actual pre-petition fees were $5,633.50 and Applicant's actual pre-petition costs was $1,738.00 for the chapter 11 filing fee. The unearned retainer of $14,366.50 will be maintained in Applicant's Client Trust account until court authorization is obtained pursuant to 11 U.S.C. § 330.

9. The facts justifying $20,000.00 retainer include, but are not limited to, the following facts:

a. Applicant met with the Debtor to assist the Debtor in planning a reorganization of its business.

b. Applicant is assisting the Debtor in compliance with the requirements of the OUST.

c. Applicant will write to, speak to, and meet in person with creditors of the Debtor as needed to ensure that they respect the automatic stay, to explain the facts and circumstances surrounding the case, to

investigate possible claims against the Debtor, and to gain its cooperation with regards to the continued business of the Debtor.

d. The nature of Chapter 11 bankruptcies requires that Debtor's counsel do a large amount of work at the beginning of the case and during the first 120 days of the case. At the same time, Debtor's counsel generally may not file an application for payment of his fees more frequently than once every 120 days.

10. Applicant will comply with the appropriate Fee and Employment guidelines in withdrawing any funds from the estate of the Debtor. A true and correct copy of the resumes of Applicant's attorneys, Michael Jay Berger, Partner Sofya Davtyan, mid-level associate attorney Robert Poteete are collectively attached to the Berger Declaration as Exhibit "1" and "2", and are incorporated herein by this reference. A true and correct copy of the resumes of Applicant's paralegals Yathida Nipha, Karine Manvelian, and Peter Garza are also collectively attached to the Berger Declaration as Exhibit "2", and are incorporated herein by this reference.

11. A copy of the Statement of Disinterestedness describing Applicant's connections, or lack thereof, to other parties in this case is attached to the Berger Declaration as Exhibit "3". A copy of the Attorney-Client Written Fee Contract entered into between Debtor and Applicant is attached to the Berger Declaration as Exhibit "4", and is incorporated herein. A copy of the Notice of Opportunity to Request a Hearing on Motion, required by Local Rule 9013-1(o) and filed herewith, is attached to the Berger Declaration as Exhibit "5".

12. No compensation will be paid to Applicant by the Debtor except, upon application to, and approval by the Bankruptcy Court after notice and hearing.

WHEREFORE, Debtor prays for an order authorizing it to retain as General Bankruptcy Counsel, the Law Offices of Michael Jay Berger, effective as of February 14, 2024.

DATED: 2/22/2024

LAW OFFICES OF MICHAEL JAY BERGER

By: ______________________________
Michael Jay Berger
Proposed Counsel for Debtor-in-Possession
Mr. Tortilla, Inc.

DECLARATION OF MICHAEL JAY BERGER

I, Michael Jay Berger, declare and state as follows:

1. I am an Attorney at Law, licensed to practice before all of the courts in the State of California, and in the United States District Court for the Central District of California. I am the sole owner of the Law Offices of Michael Jay Berger ("Applicant").

2. I seek to be employed by Mr. Tortilla, Inc. (the "Debtor"), Debtor and Debtor-in-Possession herein, as its General Bankruptcy Counsel.

3. I am sufficiently an expert in the field of bankruptcy to act as General Bankruptcy Counsel for Debtor herein. I have 41 years of professional experience in bankruptcy law. I am a Certified Legal Specialist in Bankruptcy Law, certified by the California Board of Legal Specialization of the State Bar of California.

4. A true and correct copy of my resume, and the resumes of my Partner Sofya Davtyan, mid-level associate attorney Robert Poteete are collectively attached hereto as Exhibits "1" and "2". A true and correct copy of the resumes of my paralegals Yathida Nipha, Karine Manvelian, and Peter Garza, are also collectively attached hereto as Exhibit "2".

5. I have no prior connection with the Debtor. I am not connected with any of Debtor's creditors, or with any other party in interest herein, or his respective attorneys, or any person or entity, believed to have any position inconsistent with that of this estate.

6. The employment at the rates disclosed in this Application would be in the best interests of the estate, and I make this declaration pursuant to the provisions of 11 U.S.C. § 327 of the Bankruptcy Code. I further declare that I am in compliance with, and am qualified to act as General Bankruptcy Counsel for the Debtors herein in accordance with said provision. A Statement of Disinterestedness describing my connections, or lack thereof, to other parties in this case is attached hereto as Exhibit "3".

7. I am rated "A/V Preeminent" in the Martindale-Hubbell legal directory and have maintained this rating continuously from 1995 to 2024. This is the highest rating for both the quality of my work and my ethics. I have successfully represented debtors and creditors in many Chapter 7, Chapter 11, and Chapter 13 cases.

8. Cases in which I have been approved to be employed as counsel for the debtors and confirmed plans in a chapter 11 case include, but are not limited to, the following:

a. On January 26, 2024, I confirmed a jointly administrated Subchapter V Plan of Phenomenon Marketing & Entertainment, LLC and Phe.no, LLC Case Nos.: 2:22-bk-10132-BB and 2:22-bk-10715-BB. The Debtors is in the business of advertising and marketing.

b. On January 23,2024, I confirmed a Subchapter V Plan of Reorganization for DVD Factory, Inc. in Central District of California, Case No.: 2:23-bk-11085-DS. The Debtor is involved in manufacturing adult DVDs.

c. On December 7, 2023, I confirmed a plan of reorganization in a Subchapter V Chapter 11 case entitled Cenports Commerce Inc., in the Northern District of California, Case No.: 23-bk-40478-CN. The case involved a drop shipping (virtual distribution) company that helps brands sell products online.

d. On October 25, 2023, I confirmed a plan of reorganization in a Subchapter V Chapter 11 case entitled Robert Lee Alderman and Noni Elizabeth Alderman, Case No.: 1:22-bk-11170-VK.. This case involved to real properties and a pending bankruptcy.

e. On August 30, 2023, I confirmed a plan of reorganization in a Subchapter V Chapter 11 case entitled Vici Wellness, Inc., Case No.: 8:23-bk-10612-TA. The case involved the Debtor selling health and wellness products online.

f. On August 30, 2023, I confirmed a plan of reorganization in a Subchapter V Chapter 11 case entitled Surrender Solutions, Inc., Case No.: 8:23-bk-10611-TA. The case involved the Debtor selling health and wellness products online.

g. On August 29, 2023, I confirmed a plan of reorganization in a Subchapter V Chapter 11 case in Eastern District of California entitled Yitbos Inc., dba Mr. Pickles Sandwich Shop. The case involved the Debtor several franchise sandwich shops.

h. On July 19, 2023, I confirmed a plan of reorganization in a Subchapter V Chapter 11 case entitled In re Unified Security Services, Inc, Case No.: 2:21-bk-18392-NB. The case involved a Debtor that is in the business of security guard services.

i. On March 10, 2023, I confirmed a plan of reorganization in Chapter 11 case entitled Landmark 99 Enterprises, Inc. dba Wilma & Frieda's, Case No.: 1:22-bk-10148/VK. The case involved a Debtor that operates a restaurant in Palm Spring.

j. On February 22, 2023, I confirmed a plan of reorganization in Chapter 11 case entitled Energy Enterprises USA Inc., dba Canopy Energy, Case No.: 1:21-bk-11374-MT. This case involved a solar developer and offers in home consultation services, engineering to custom build solar energy system suited for each resident and the installation.

k. On February 1, 2023, I confirmed an Individual Chapter 11 case entitled Monica L. Coleman, Case No.: 3:21-04069-MM11. This case involved the reorganization of Debtor personal finances.

l. On December 23, 2022, I confirmed a Subchapter V plan of reorganization in a Chapter 11 case entitled El Calamar, Inc., Case No.: 8:22-bk-11188-

TA. This case involved the reorganization of a family-owned restaurant in Santa Ana.

m. On December 13, 2022, I confirmed a plan of reorganization in an Individual Chapter 11 Plan entitled Larry J. Cummings., Case No.: 6:20-bk-14708-SY. This case involved the reorganization of Debtor personal finances to restructure his restaurant.

n. On November 23, 2022, I confirmed a Subchapter V plan of reorganization in a Chapter 11 case entitled In re Wilma & Frieda Inc. dba Wilma & Frieda's Café, Case No. 1:22-bk-10147-VK. The case involved a Debtor that operates a restaurant in the Palm Desert area.

o. On November 14, 2022, I confirmed a Subchapter V plan of reorganization in a Chapter 11 case in the Central District of California entitled BMW Nationwide Security, Inc., Case No.: 2:22-bk-12988-VZ. This case involved the Debtor providing security guard services.

p. On September 2, 2022, I confirmed a Subchapter V plan of reorganization in a Chapter 11 case in Eastern District of California entitled California Roofs and Solar, Inc., Case No.: 22-10061. This case involved the Debtor providing residential remodeling services.

q. On September 2, 2022, I confirmed a Subchapter V plan of reorganization in a Chapter 11 case entitled CICO Electrical Contractors, Inc., Case No.: 2:21-bk-19348-VZ. This case involved the reorganization of a company that specialize in building and maintaining electrical systems and standby generator equipment.

r. On August 15, 2022, I confirmed a Subchapter V plan of reorganization in a Chapter 11 case entitled K. Anthony Incorporated dba K. Anthony Pre-School Inc. This case involved restructuring of a pre-school and daycare.

s. On July 18, 2022, I confirmed a Subchapter V plan of reorganization in a Chapter 11case entitled Amphil Group, LLC, Case No.: 2:21-bk-18014-VZ. This case involved stopping the foreclosure on residential real property.

t. On April 26, 2022, I confirmed a plan of reorganization in a Chapter 11 case entitled In re: DLR Express, Inc. This case involved the successful reorganization of a trucking business.

u. On March 30, 2022, I confirmed a plan of reorganization in a Chapter 11 case entitled In re: BCT Deals, Inc., dba Best Costumes and Toy Deals. This case involved the successful reorganization of a Halloween costume and toy business.

v. On December 28, 2021, I confirmed a plan of reorganization in a Chapter 11 case entitled In re: Anait Akopyan. This case involved the successful reorganization of an individual with two rental properties with substantial amount of pre-petition arrears and multiple judgment liens.

w. On December 21, 2021, I confirmed a Subchapter V plan of reorganization in a Chapter 11 case entitled In re Pacific Environmental Technologies, Inc. This case involved a successful reorganization of a business which provides modular, soft wall, mobile, and conventional cleanrooms, as well as refrigerated storages, freezers, and solar and energy storages to pharmaceutical aerospace, and industrial companies.

x. On June 29, 2021, I confirmed a plan of reorganization in a Chapter 11 case entitled In re RedRhino: The Epoxy Flooring Company, Inc. This case involved the successful reorganization of a business which provides protective coating, overlaying, and polished concrete services to the industrial and commercial work spaces.

y. On June 10, 2021, I confirmed a plan of reorganization in a Chapter 11 case entitled In re Talk Venture Group, Inc., Case No.: 8:19-bk-14893-TA. This

case involved the successful reorganization of a business selling merchandise on Amazon.com.

z. On June 10, 2021, I confirmed a plan of reorganization in a Chapter 11 case entitled In re Paul Se Won Kim, Case No.: 8:20-bk-10168-TA. This case involved the successful reorganization of Debtor's personal finances.

aa. On May 21, 2021, I confirmed a plan of reorganization in a Subchapter V Chapter 11 case entitled In re Real Estate Recovery, Case No.: 2:20-bk-19134-VZ. This case involved a successful reorganization of a non-profit organization that provides affordable housing to low-income veterans and homeless people.

bb. On May 12, 2021, I confirmed a plan of reorganization in a Chapter 11 case entitled In re Nuance Energy Group, Inc., Case No.: 2:20-bk-17761-VZ. This case involved the successful reorganization of a solar installation company.

cc. On December 18, 2020, I confirmed a plan of reorganization in a Chapter 11 case entitled In re: Marco General Construction, Inc., Case No.: 2:19-bk-14758-BB. This case involved the successful reorganization of a construction company.

dd. On December 9, 2020, I confirmed a plan of reorganization in a Chapter 11 entitled In re: C2 Plumbing, Inc., Case No.: 2:19-bk-23459-VZ. This case involved the successful reorganization of a plumbing business.

ee. On October 28, 2020, I confirmed a plan of reorganization in a Chapter 11 entitled In re: Unified Protective Services, Inc., Case No. 2:19-bk-16482-NB. This case involved the successful reorganization of a private security company.

ff. On July 20, 2020, I confirmed a plan of reorganization in a Chapter 11 entitled, In re: Edmond Melamed and Rozita Melamed, Case No. 2:bk-

22426-NB. This case involved the successful reorganization of their personal finances.

gg. On January 23, 2020, I confirmed a plan of reorganization in a Chapter 11 entitled, In re: Exie Marie Leagons, Case No. 2:18-bk-17859-VZ. This case involved the successful reorganization of her personal finances.

hh. On November 27, 2019, I confirmed a plan of reorganization in a Chapter 11 entitled, Damu Vusha and Akiba Vusha, Case No. 2:18-bk-11284-ER. This case involved the successful reorganization of their personal finances.

ii. On October 11, 2019, I confirmed a plan of reorganization in a Chapter 11 entitled, In re: Ameriquest Security Service, Case No. 2:18-bk-21241-WB. This case involved the successful reorganization of a private security company.

jj. On April 23, 2019, I confirmed a plan of reorganization in a Chapter 11 entitled, In re: John Michael Wilcox and Gwenn Ellen Wilcox, Case No. 2:17-bk-24446-SK. This case involved the successful reorganization of their personal finances.

kk. On October 4, 2018, I confirmed a plan of reorganization in a Chapter 11 entitled, In re: Zenah Mohamed Essayli, Case No. 8:17-bk-14597-CB. This case involved the successful reorganization of her personal finances.

ll. On August 20, 2018, I confirmed a plan of reorganization in a Chapter 11 entitled, In re: Union County Transport, Inc., Case No. 2:17-bk-21514-BB. This case involved the successful reorganization of transportation business.

mm. In 2018, I obtained a Final Decree and Discharge in a Chapter 11 case entitled, In In re: Shahla Dowlati Chapter 11 Case No. 1:16-bk-10073-VK, after successfully confirming a plan of reorganization in said case. That case involved the successful reorganization of Debtor's two income

properties. I was approved as counsel for Debtor on February 12, 2016 and my final fee application granting my fees was entered on August 8, 2018.

nn. On October 24, 2017, I confirmed a plan of reorganization in a Chapter 11 entitled, In re Rescue One Ambulance, Case No. 2:17-bk-10002-NB. This case involved the successful reorganization of an ambulance transportation business involving the Internal Revenue Service.

oo. On July 10, 2017, I confirmed a plan of reorganization in a Chapter 11 case entitled, In re Amos C. Acoff, Case No. 2:16-bk-10109-VZ. That case involved the successful reorganization of his residence and multiple real properties.

pp. On June 14, 2022, I confirmed a plan of reorganization in a Chapter 11 case entitled, Bbeautiful LLC, Case No. 2:16-bk-10799-ER. The Debtor is a brand-maker and retailer of a wide range of personal beauty products for skin, hand & nail, body hair, pedicure, makeup and fragrance.

qq. On February 12, 2016, I confirmed a plan of reorganization in a Chapter 11 case entitled, In re Edward D. Roane, Case No. 1:14-bk-15621-VK. That case involved the successful reorganization of his residence and multiple real properties.

rr. On December 23, 2015, I confirmed a plan of reorganization in a Chapter 11 case entitled, In re: Steven and Julie Sassoon, Case No. 2:14-bk-12673-TD. That case involved the successful reorganization of their unsecured debt after years in state court litigation.

ss. On March 11, 2015, I confirmed a plan of reorganization in a Chapter 11 case entitled, In re: Michael J. and Cristina M. Parker, Case No. 6:13-bk-3051-MJ. That case involved the successful reorganization of the Debtors' residence and resolution of multiple state court lawsuits. The Debtors obtained a discharge order on April 30, 2015.

tt. On October 28, 2014, I confirmed a plan of reorganization in a Chapter 11 case entitled, In re: Nabih Mansour and Mary Mansour, Case No. 2:12-bk-48622-RN. This case involved a foreclosure sale of their home. Mr. Mansour operates a veterinarian hospital and Mrs. Mansour is a Pharmacist.

uu. On May 5, 2014, I confirmed a plan of reorganization in a Chapter 11 case entitled In re: Ruth Hasson, Case No. 2:13-bk-15138-RK. This case involved a foreclosure sale date. Final decree was entered on September 25, 2014.

vv. On December 11, 2013, I confirmed a plan of reorganization in Chapter 11 case entitled, In re: Martha Gutierrez and Aaron Gutierrez, Case No. 2:12-bk-32047-WB. The case involved the successful reorganization of the loans on the Debtors' two rental properties.

ww. On November 6, 2013, I confirmed a plan of reorganization in Chapter 11 case entitled, In re: Jamal Elyazal, Case No. 6:12-bk-11709-MW. The case involved the successful reorganization of the loans on the Debtor's loans on Debtor's primary residence and 17 rental properties.

xx. On October 1, 2013, I confirmed a plan of reorganization in Chapter 11 case entitled, In re: CDG Materials, Inc., Case No. 6:12-bk-12935-MH. This case involved the successful reorganization of a corporation principally engaged in the business of manufacturing and selling various types and grades of gravel and sand.

yy. On June 5, 2013, I confirmed a plan of reorganization in a Chapter 11 Case entitled In re Vicente Zarate and Ingrid R. Zarate, Case No.: 2-12-bk-16597-PC. This case involved the successful reorganization of the loans on the Debtors' primary residence and their multiple rental properties.

zz. On May 10, 2013, I confirmed a plan of reorganization in a Chapter 11 Case entitled In re Alejandro Caray Casasola and Zenaida Urmanita

Casasola, Case No. 2:11-bk-47034-ER. This case also involved the successful reorganization of the loans on the Debtors' primary residence and their multiple rental properties.

aaa. On May 1, 2013, I confirmed a plan of reorganization in a Consolidated Chapter 11 Case entitled In re Steven Michael Mehr and Larissa Deshaviegh Mehr, lead case number 8:11-bk-12166-ES, consolidated case number 8:11-bk-17014-ES. This case involved the successful reorganization of debtors' primary residence in Orange County and 7 rental properties located throughout Orange County and Los Angeles County.

bbb. On March 27, 2013, I confirmed a plan of reorganization in a Chapter 11 Case entitled In re Arthur Melnikov and Alina Kutsevol, Case No.: 1:11-bk-11614-GM. This was a personal Chapter 11 for individual Debtors that owned a home and two rental properties. The Debtors were in bankruptcy for 15 months before they hired me.

ccc. On December 17, 2012, I confirmed a plan of reorganization in a Chapter 11 Case entitled In re Ovazine Yvette Shannon, Case No.:2:11-bk-38912-VZ. This case involved the successful reorganization of debtor's six multi-unit apartment building rental properties.

ddd. On July 23, 2012, I confirmed a plan of reorganization in a Chapter 11 Case entitled In re Richard G. Miller and Shannon Miller, Case No # 6:10-bk-31105-MJ. This was a personal Chapter 11 bankruptcy case for a retired, married couple that owned a home, rental property, and vacant land.

eee. On August 12, 2012, I confirmed a plan of reorganization in Chapter 11 case entitled, In re: Hoskins Enterprises, Inc., Case No. 1:11-bk-15148-GM. Hoskins Enterprises, Inc., provides adult day care services for

mentally disabled adults. Debtor was forced into bankruptcy by a wrongful termination lawsuit.

fff. On June 29, 2012, I confirmed a plan of reorganization in a Chapter 11 case entitled, In re: Leonor Zimerman, Case No. 1:11-bk-14045-GM. That case involved the successful reorganization of Debtor's rental property and income property. Final decree was entered on January 7, 2013.

ggg. On June 13, 2012, I confirmed a plan of reorganization in a Chapter 11 case entitled, In re: Vahigh and Penah Dadayan, Case No. 2:11-bk-14452-RK. That case involved the successful reorganization of their primary residence and 5 rental properties. Final decree was entered on January 7, 2013.

hhh. On May 23, 2012, I confirmed a plan of reorganization in a Chapter 11 case entitled, In re: Hamid Peter and Farideh Keshavarz, Case No. 1:11-bk-17414-AA. That case involved the successful reorganization of the Debtors debts on their primary residence. A final decree order was entered on June 4, 2013.

iii. On April 11, 2012, I confirmed a plan of reorganization in a Chapter 11 case entitled, In re: Gregory Stephen Jones and Eteva Desiree Laufasa, Case No. 2:11-bk-22829-PC. That case involved reorganization of the Debtors' primary residence and their rental properties. A discharge order was entered on October 15, 2014.

jjj. On February 27, 2012, I confirmed a plan of reorganization in a Chapter 11 Case entitled In re 7 West, LLC, Case # 2:10-bk-36804-ER. This case involved the successful reorganization of a 24-unit apartment complex in Los Angeles, California. A Final Decree was entered on May 10, 2013.

kkk. On February 17, 2012, I confirmed a plan of reorganization in a Chapter 11 case entitled, In re: 7 West, LLC, Case No. 2:10-bk-36804-ER.

That case involved the reorganization of an apartment complex. Final decree was entered May 10, 2013.

lll. On February 3, 2012, I confirmed a plan of reorganization in a Chapter 11 Case entitled In re Moshe Segev and Michelle M. Cohen, Case # 1:09-bk-23222-GM. This was a personal Chapter 11 for a couple with 4 children under the age of 9.

mmm. On September 30, 2011, I confirmed a plan of reorganization in a Chapter 11 case entitled, In re: Ludo Gust Mensch and Lorraine Patricia Mensch, Case No. 1:10-bk-22102-MT. That case involved the reorganization of a construction company.

nnn. On June 29, 2011, I confirmed a plan of reorganization in a Chapter 11 case entitled, In re: Twelve Signs Incorporated, Case No. 2:10-bk-11758-PC. That case involved the liquidation of various intellectual property of an astrological products company.

ooo. On April 13, 2011, I confirmed a plan of reorganization in a Chapter 11 Case entitled, In re: Rahim Zabihi, Case No. 8:10-bk-11504-TA. That case involved the successful reorganization of two veterinarian clinics and five pieces of real property.

9. In Chapter 11 filings, I have successfully represented restaurants, nightclubs, retail stores, dry cleaners, advertising agencies, manufacturing companies, construction companies, real estate owners, real estate developers, medical practices, trucking companies, an ambulance company and other businesses.

10. I will charge the Debtor for my services at the rate of $645.00 per hour. I will charge Debtor $595.00 per hour for the services of my partner Sofya Davtyan,

$475.00 per hour for the services of my mid-level associate attorney Robert Poteete, $275.00 per hour for the services of my bankruptcy senior paralegals and law clerks, and $200.00 per hour for the services of bankruptcy paralegals.

11. The agreed upon retainer is $20,000.00. On February 7, 2024, Debtor paid me $20,000.00 plus the $1,738.00 filing fee from its account.

12. My actual pre-petition fees and costs incurred were deemed fully earned as of the filing of the petition, and were withdrawn from my client trust account immediately prior to the filing of the Debtor's bankruptcy petition as payment for the pre-petition work done by me. My actual pre-petition fees were $5,633.50 and my actual pre-petition costs was $1,738.00 for the chapter 11 filing fee. The unearned retainer of $14,366.50 will be maintained in my Client Trust account until court authorization is obtained pursuant to 11 U.S.C. § 330.

13. Attached hereto as Exhibit "4" is a true and correct copy of the Attorney-Client Written Fee Contract entered into between Debtor and I.

14. My post-petition legal services for the Debtor began on February 15, 2024.

11. The Notice of Opportunity to Request a Hearing on Motion, required by Local Rule 9013-1(o) and filed herewith, is attached hereto as Exhibit "5".

I declare under penalty of perjury that the foregoing is true and correct and that this declaration is executed on February 22, 2024 at Beverly Hills, California.

Michael Jay Berger

DECLARATION OF ANTHONY ALCAZAR

I, Anthony Alcazar, declare and state as follows:

1. I am the President and Director of Mr. Tortilla, Inc., the Debtor and Debtor-in-Possession (the "Debtor"). I am over the age of 18. I have personal knowledge of the facts I state below, and if I were to be called as a witness, I could and would competently testify about what I have written in this declaration.

2. I make this declaration in support of Debtor's Application to Employ the Law Offices of Michael Jay Berger ("Applicant") as its General Bankruptcy Counsel ("Application").

3. The agreed upon retainer is $20,000.00. On February 7, 2024, Debtor paid Applicant $20,000.00 plus the $1,738.00 filing fee from its account.

4. Applicant's actual pre-petition fees and costs incurred were deemed fully earned as of the filing of the petition, and were withdrawn from the Applicant's client trust account immediately prior to the filing of the Debtor's bankruptcy petition as payment for the pre-petition work done by Applicant. Applicant's actual pre-petition fees were $5,633.50 and Applicant's actual pre-petition costs was $1,738.00 for the chapter 11 filing fee. The unearned retainer of $14,366.50 will be maintained in Applicant's Client Trust account until court authorization is obtained pursuant to 11 U.S.C. § 330.

5. The Applicant has no prior connection to the Debtor. The Applicant is not connected with any of Debtor's creditors, or with any other party in interest herein, or his

respective attorneys, or any person or entity, believed to have any position inconsistent with that of this estate.

I declare under penalty of perjury that the foregoing is true and correct and that this declaration is executed on February 23, 2024 at San Fernando, California.

Anthony Alcazar

EXHIBIT 1

MICHAEL JAY BERGER

9454 Wilshire Boulevard, 6th Floor, Beverly Hills, California 90212
Telephone: 310.271.6223 | Fax: 310.271.9805 | E: michael.berger@bankruptcypower.com
Website: www.bankruptcypower.com

EDUCATION

Certified Legal Specialist in Bankruptcy Law certified by the California Board of Legal Specialization of the State Bar of California
Certified on September 1, 2006 and continuously certified since then.

Law School – HASTINGS COLLEGE OF LAW, San Francisco, California
J.D. with Honors, May 1981;
Class Standing: Top 10%

Main Honors and Activities

Order of the Coif	Law Review
Thurston Honor Society	Phi Alpha Delta

Undergraduate – DUKE UNIVERSITY, Durham, North Carolina
B.A. Graduated with Honors, 1978 Major: English

Main Honors and Activities
Captain of the Duke Debate Team
Chairman, Duke Branch of the North Carolina Public Interest Research Group
Member, National Honorary Society
Delta Sigma Rho Tau Kappa Alpha

WORK EXPERIENCE

41 years of experience representing accountants, actors, advertising agencies, ambulance companies, bail bond companies, book stores, car washes, churches and synagogues, clothing companies, construction companies, construction supply companies, contractors, cosmetic companies, dentists, designers, doctors, entrepreneurs, film companies, gas stations, hospitals, hotels, insurance agencies, insurance sales people, investors, landlords and tenants, landscape companies, lawyers, lenders, magazines, manufacturing companies, musicians, nightclubs, online sales companies, pawn shops, physical therapists, radio stations, real estate brokers, real estate developers, real estate investors, restaurants, retail stores, schools, screenwriters, security guard companies, shopping centers, song writers, stock brokers, students, teachers, television stations, trucking companies and veterinarians.

1996 to Now — LAW OFFICES OF MICHAEL JAY BERGER
Beverly Hills, California
Principal attorney in law firm specializing in bankruptcy practice.
Extensive experience representing debtors, creditors and third parties in Chapter 7, 11 and 13 Cases and Adversary Proceedings

1983 to 1996 — Attorney and Managing Partner, BERGER & STOLAR, INC.
Beverly Hills, California
Senior trial lawyer specializing in bankruptcy and civil litigation practice.
Very knowledgeable and experienced in all types of civil litigation, including all types of collection, business, contract, entertainment, real estate, probate and bankruptcy cases. Extensive experience representing debtors and creditors in numerous Chapter 7, 11 and 13 proceedings.

1981 to 1983 Attorney, RIFKIND, STERLING & LEVIN, INC.
Beverly Hills, California
Practiced in all phases of civil litigation. Primarily responsible for collection, bankruptcy, breach of contract, real estate and tort cases.

ACTIVITIES AND ASSOCIATIONS

"AV Preeminent" rated lawyer as rated by Martindale Hubbell legal directory 1995-2023

"Superb Rated Attorney" By Avvo
Former Judge Pro Tem, Beverly Hills Municipal Court
Former Arbitrator, Beverly Hills Bar Association
Former Editor of the Beverly Hills Bar Association Journal
Member of the Bankruptcy Section of the Beverly Hills Bar Association
Member of the Los Angeles Bankruptcy Forum
Member of the California Bankruptcy Forum
Member of the American Bankruptcy Institute
Member of Mensa, The High IQ Society
Member of Track Club Los Angeles
Marathon and Ultramarathon Runner
Guitar Player and Lead Singer for the Rock and Roll Band DTF

AREA SERVED

I serve all of California, with the majority of my cases being in the Central District of California downtown Los Angeles, San Fernando Valley, Santa Ana and Riverside branch courts.

EXHIBIT 2

LAW OFFICES OF MICHAEL JAY BERGER

9454 Wilshire Blvd., 6th Floor
Beverly Hills, California 90212
Tel: 310-271-6223 | Fax: 310-271 0985

LAW OFFICES OF MICHAEL J. BERGER (the "Firm") limits its practice to the field of bankruptcy, insolvency, workouts and related civil litigation and transactional matters. The Firm's legal representation, involves extensive involvement with consumers and businesses, as Debtors and Debtors-in-Possession in chapter 7, 11 and 13 Bankruptcies.

DESCRIPTION OF RESPONSIBILITIES OF BANKRUPTCY ATTORNEYS

The Firm's Bankruptcy Department currently employs four full-time attorneys whose duties include, but are not limited to, attendance at the client's initial debtor interview, 341(a) meeting of creditors and confirmation hearing. The Firm's attorneys also prepare petitions, schedules and other documents that are critical to the success of each case.

The attorneys, under the supervision of the Firm's principal attorney, Michael Jay Berger, are responsible for the research, preparation and filing of applications, motions and other documents throughout the course of a client's bankruptcy. More specifically, the attorneys draft applications to employ professionals and applications for attorney compensation, as well as budget motions, motions for the interim use of cash collateral, motions to value and Chapter 11 and 13 plans of reorganization and disclosure statements.

The Firm's attorneys also ensure compliance with the Bankruptcy Code and Local Bankruptcy Rules. The attorneys are often required to prepare and file: applications for orders shortening time, motions for authorization to incur debt, applications for removal of civil actions, amendments to schedules, final reports, orders, judgments-findings of fact and conclusions of law, applications for final decrees closing Chapter 11 cases, statements of indebtedness and declarations in adversary proceedings, collection complaints, notices of appeals, and proofs of claim.

Immediately following is a brief description of the qualifications of the Firm's Attorneys.

Michael Jay Berger – *Principal Attorney*, admitted to the State Bar of California, 1981; Central District of California, 1982.
Mr. Berger is a Certified Legal Specialist in Bankruptcy Law certified by the California Board of Legal Specialization of the State Bar of California.
University of California Hastings, San Francisco, CA (1981)
Duke University, Durham, NC (1978).

Sofya Davtyan – *Partner*: Admitted to the State Bar of California, 2008; Central District of California, 2008. Ms. Davtyan joined the firm in February of 2009.
Ms. Davtyan is a Certified Specialist in Bankruptcy Law, Certified by the California Board of Legal Specialization.
Ventura College of Law, Ventura, CA (2008)
University of Southern California, Los Angeles, CA (2002)

Robert Poteete – *Mid-Level Associate.* Admitted to the State Bar of California, 2007; Central District of California, 2008. Mr. Poteete joined the firm in 2022.
UCLA School of Law, Los Angeles, CA (2006)
University of Pennsylvania, Philadelphia, PA (2003)

DESCRIPTION OF RESPONSIBILITIES OF PARALEGALS & LEGAL ASSISTANTS

The Firm's Bankruptcy Department currently employs four full-time paralegals and legal assistants whose duties include, but are not limited to, the following:

Attendance at initial attorney/client meetings, preparation of petitions, schedules, statement of affairs and rendering assistance to client in meeting the requirements of the United States Trustee.

After filing of the petition, the Paralegals, under the supervision of the attorneys, prepare drafts of motions, applications and other documents, including, but not limited to the following:

Application for authorization to employ professional persons, applications for compensation of attorneys' fees, motions to compromise controversies, stipulations, motions for extension of time for the debtor to file schedules, motions for extension of exclusivity periods [Bankruptcy Code §1121], motions for extension of the time in which the debtor may assume or reject nonresidential real property leases, motions for authorization to sell assets of the debtor's estate, applications for orders shortening time for serving notices to creditors, motions for authorization to incur debt, applications for removal of civil actions, amendments to schedules, final reports and account [Bankruptcy Rule 1019 (6)], notices as required by the Bankruptcy Rules, orders, judgments-findings of fact and conclusions of law, applications for final decrees closing Chapter 11 cases, final decrees, statements of indebtedness and declarations in adversary proceedings, collection complaints, notices of appeals, proofs of claims, and any other documents which may appropriately be drafted at the legal assistant level.

Immediately following is a brief description of the qualifications of the Firm's Paralegals and Legal Assistants.

Yathida Nipha (Senior Paralegal): Ms. Nipha is a senior paralegal with over twelve years of experience in Chapters 7, 11 and 13. Ms. Nipha joined the firm in January 2010.
University of Phoenix, Los Angeles, CA (2008)

Karine Manvelian (Senior Paralegal): Mrs. Manvelian joined the firm in 2014 and has returned in December 2015. Mrs. Manvelian worked with the United States Bankruptcy Court for over 20 years.

Peter Garza (Paralegal): Mr. Garza joined the firm in May 2015. Prior to joining the firm, Mr. Garza was a customer service supervisor with Williams Lea, Inc. at O'Melveny & Myers for 15 years. Mr. Garza prepares declarations of service and Applications to Employ Professionals. Mr. Garza has experience preparing bankruptcy schedules in chapter 7, 11, and 13.

EXHIBIT 3

Attorney or Party Name, Address, Telephone and FAX Nos., State Bar Nos. & Email Address
Michael Jay Berger (SBN 100291)
Law Offices of Michael Jay Berger
9454 Wilshire Boulevard, 6th floor
Beverly Hills, CA 90212
(310) 271-6223 Fax: (310) 271-9805
E-mail: **Michael.Berger@bankruptcypower.com**

Attorney for Debtor
Mr. Tortilla, Inc.

FOR COURT USE ONLY

UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA – SAN FERNANDO VALLEY DIVISION

In re:

Mr. Tortilla, Inc.

Debtor.

CASE NO.: **1:24-bk-10228-VK**
CHAPTER: **11**

STATEMENT OF DISINTERESTEDNESS FOR EMPLOYMENT OF PROFESSIONAL PERSON UNDER FRBP 2014

(File with Application for Employment)

[No Hearing Required]

1. Name, address and telephone number of the professional (Professional) submitting this Statement:
Michael Jay Berger (SBN 100291)
Law Offices of Michael Jay Berger
9454 Wilshire Boulevard, 6th floor
Beverly Hills, CA 90212
(310) 271-6223 Fax: (310) 271-9805; Michael.Berger@bankruptcypower.com

2. The services to be rendered by the Professional in this case are *(specify)*:
Legal services required in representing Debtor in ch 11 proceedings include advising Debtor of its legal rights and remedies, negotiating with attorneys for unsecured creditors, negotiating with creditors, representing Debtor at related hearings, assisting Debtor in complying with OUST rules and regulations, assisting in paperwork preparation to continue and conclude this chapter 11 proceeding, responding to creditor inquiries, reviewing proofs of claims filed in this bankruptcy proceeding, preparing Notices of Automatic Stay in all State Court proceedings in which Debtor is sued during pendency of the bankruptcy and responding to Motions filed in Debtor's bankruptcy. Also, the Professional will object to inappropriate claims and prepare the Disclosure Statement and Plan.

3. The terms and source of the proposed compensation and reimbursement of the Professional are *(specify)*:
Applicant will charge for Michael Berger's services at the rate of $645.00 per hour; $595.00 per hour for partner Sofya Davtyan; $475.00 per hour for mid-level associate attorney Robert Poteete; $275.00 per hour for the services of my bankruptcy senior paralegals and law clerks, and $200.00 per hour for the services of bankruptcy paralegals.

4. The nature and terms of retainer (i.e., nonrefundable versus an advance against fees) held by the Professional are *(specify)*:
The agreed upon retainer is $20,000.00. On February 7, 2024, Debtor paid Applicant the $20,000.00 retainer plus the chapter 11 filing fee of $1,738.00. Applicant's actual pre-petition fees and costs incurred were deemed fully earned as of the filing of the petition, and were withdrawn from the Applicant's client trust account immediately prior to the filing of the Debtor's bankruptcy petition for the pre-petition work done by Applicant. Applicant's actual pre-petition fees were $5,633.50 and Applicant's actual pre-petition costs was $1,738.00 for the chapter 11 filing fee. The unearned retainer of $14,366.50 will be maintained in Applicant's Client Trust account until court authorization is obtained pursuant to 11 U.S.C. Section 330.

5. The investigation of disinterestedness made by the Professional prior to submitting this Statement consisted of *(specify)*:
The Applicant reviewed his list of contacts and found no prior connection with the Debtor's creditors, or any other party in interest.

6. The following is a complete description of all of the Professional's connections with the Debtor, principals of the Debtor, insiders, the Debtor's creditors, any other party or parties in interest, and their respective attorneys and accountants, the United States trustee, or any person employed in the office of the United States trustee (specify, attaching extra pages as necessary):
The Applicant reviewed his list of contacts and found no prior connection with the Debtor's creditors, or any other party in interest.

7. The Professional is not a creditor, an equity security holder or an insider of the Debtor, except as follows *(specify, attaching extra pages as necessary)*:
n/a

8. The Professional is not and was not, within 2 years before the date of filing of the petition, a director, officer or employee of the Debtor.

9. The Professional does not have an interest materially adverse to the interest of the estate or of any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with, or interest in, the Debtor, or for any other reason, except as follows (*specify, attaching extra pages as necessary)*:
n/a

10. Name, address and telephone number of the person signing this Statement on behalf of the Professional and the relationship of such person to the Professional (*specify)*:
Michael Jay Berger (SBN 100291)
Law Offices of Michael Jay Berger
9454 Wilshire Boulevard, 6th floor
Beverly Hills, CA 90212
(310) 271-6223 Fax: (310) 271-9805; michael.berger@bankruptcypower.com

11. The Professional is not a relative or employee of the United States trustee or a bankruptcy judge, except as follows (*specify, attaching extra pages as necessary)*:

12. Total number of attached pages of supporting documentation: _____

13. After conducting or supervising the investigation described in paragraph 5 above, I declare under penalty of perjury under the laws of the United States, that the foregoing is true and correct except that I declare that paragraphs 6 through 9 are stated on information and belief.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

2/22/2024	**Michael Jay Berger**	Michael J Berger
Date	*Printed Name*	*Signature*

EXHIBIT 4

LAW OFFICES OF MICHAEL JAY BERGER
9454 Wilshire Blvd., 6th Floor
Beverly Hills, California 90212-2929
Tel 310-271-6223 • Fax 310-271-9805
e-mail: michael.berger@bankruptcypower.com
website: www.bankruptcypower.com

Michael Jay Berger is a California State Bar
Certified Bankruptcy Law Specialist

Sofya Davtyan is a California State Bar
Certified Bankruptcy Law Specialist

Robert Poteete

January 25, 2024

Mr. Tortilla, Inc.
Anthony Alcazar, its Chief Executive Officer
1112 Arroyo Street
San Fernando, CA 91340

Via e-mail at anthony@mrtortilla.com

Representing Mr. Tortilla, Inc. in a Chapter 11 Bankruptcy to be filed in United States Bankruptcy Court, Central District of California

This document is our written fee contract. California law requires lawyers to have written fee contracts with their clients. I will provide legal services to you on the terms set forth below.

1. CONDITIONS. This agreement will not take effect, and I will have no obligation to provide legal services, until you return a signed copy of this agreement to me and pay the $20,000.00 retainer called for in paragraph 4.

2. SCOPE OF SERVICES. You are hiring me to prepare and file a Chapter 11 bankruptcy petition for Mr. Tortilla, Inc. ("You"). I will provide the legal services reasonably required to represent you. Representation will include pre-bankruptcy planning, negotiating with the creditors, preparing a Chapter 11 bankruptcy Petition and all supporting schedules and statements, advising you regarding your legal rights and obligations in a bankruptcy proceeding, filing Notices of Automatic Stay, assisting you in preparing the documents and reports required by the Office of the United States Trustee, representing you at the initial debtor interview with the Office of the United States Trustee, representing you at the first meeting of creditors, representing you in opposition to any Motion for Relief from Stay that may be filed and assisting you in preparing the paperwork needed to continue and conclude a Chapter 11 proceeding. In addition, I will respond to creditor inquiries, review proofs of claim filed in your bankruptcy, object to inappropriate claims, respond to all Motions filed in your bankruptcy proceeding and negotiate with your creditors as needed. If and when it is

appropriate, I will prepare a proposed Disclosure Statement and Plan of Reorganization for you. I will keep you informed about the status of your case and to respond to your inquiries.

Note: I only represent the Debtor Mr. Tortilla, Inc. and not you personally.

3. CLIENT'S DUTIES. You agree to be truthful with me, to cooperate with me, to keep me informed of developments which affect this case, to abide by this agreement, to pay my bills on time, and to keep me advised of your address, telephone number and whereabouts.

4. RETAINER. You agree to pay me a retainer of $20,000.00. The $20,000.00 retainer will be deposited into my client trust account and will be billed against at the hourly rates set forth herein. Before filing your bankruptcy petition, I will give you a bill for all of my time and costs spent on your matter before the filing of your bankruptcy petition. The amount due and owing pursuant to this bill shall be deemed to be fully earned prior the filing of the bankruptcy petition on your behalf. I will withdraw this amount from my client trust account prior to my filing of the bankruptcy petition on your behalf. After the filing of your bankruptcy petition, I will continue to bill against the remaining balance of the retainer. The $20,000.00 retainer is a retainer. It is not a cap. It is not a minimum fee. Your final bill could be more or less than the retainer amount. Your actual total bill will be based on the hourly rate charges and costs.

5. LEGAL FEES. You agree to pay me for my legal services at the following hourly rates: Michael Berger's time --$645.00/ hour; partner Sofya Davtyan's time -- $595.00/hour; mid-level associate attorney Robert Poteete's time --$475.00/hour; senior paralegal and law clerk time --$275.00 per hour; paralegal time --$200.00. These rates will not be raised and will continue in effect until the conclusion of this case.

6. COSTS. In addition to paying legal fees, you agree to reimburse me for all costs and expenses that I incur on your behalf. Costs and expenses commonly include court filing fees, court reporter fees, messenger fees, postage, in office photocopying at $.10 per page, outside copying at my actual costs, parking, and mileage at $.66 per mile. I will have no obligation to advance any money for costs. I agree to waive all costs for computerized legal research and word processing. You authorize me to incur all reasonable costs.

The initial filing fee for a Chapter 11 is $1,738.00. You agree to pay me $1,738.00 prior to the filing of the Chapter 11 Petition to cover this fee.

7. BILLS. I will send you periodic bills for any fees and costs that I incur on your behalf. I will apply to the bankruptcy court for approval of my fees and costs. So long as your case is pending in the bankruptcy court, no further compensation will be paid to me without the approval of the bankruptcy court.

8. DISCHARGE AND WITHDRAWAL. You may discharge me at any time. I may withdraw with your consent or for good cause as found by a court of law. Good cause includes, but is not limited to, your breach of this agreement, your refusal to cooperate with me or to follow my advice on a material matter, or any fact or circumstance which would render my continuing representation of you nonproductive, unlawful, or unethical.

9. DISCLAIMER OF GUARANTEE. Nothing in this agreement and nothing in my statements to you should be construed as a promise or guarantee about the outcome of your matter. I make no such promises or guarantees. My comments about the possible outcome of your matter are expressions of opinion only.

Thank you for retaining me in this matter. I will use my best efforts on your behalf.

LAW OFFICES OF MICHAEL JAY BERGER

By: ______________________
Michael Jay Berger

I have read and understood the foregoing terms and agree to them.

MR. TORTILLA, INC.

Dated: By: ______________________
Anthony Alcazar, Its Chief Executive Officer

EXHIBIT 5

Attorney or Party Name, Address, Telephone & FAX Nos., State Bar No. & Email Address
Michael Jay Berger (SBN 100291)
Law Offices of Michael Jay Berger
9454 Wilshire Boulevard, 6th floor
Beverly Hills, CA 90212
(310) 271-6223 Fax: (310) 271-9805
michael.berger@bankruptcypower.com

FOR COURT USE ONLY

☐ *Debtor(s) appearing without an attorney*
☑ *Attorney for: Mr. Tortilla, Inc.*

UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA

In re:

Mr. Tortilla, Inc.

Debtor(s.)

CASE NO.: **1:24-bk-10228-VK**
CHAPTER: **11**

NOTICE OF OPPORTUNITY TO REQUEST A HEARING ON MOTION

[LBR 9013-1(o)]

[No hearing unless requested in writing]

TO THE U.S. TRUSTEE AND ALL PARTIES ENTITLED TO NOTICE, PLEASE TAKE NOTICE THAT:

1. Movant(s) **Mr. Tortilla, Inc.**, filed a motion or application (Motion) entitled **APPLICATION FOR ORDER AUTHORIZING DEBTOR TO EMPLOY GENERAL BANKRUPTCY COUNSEL; DECLARATIONS OF MICHAEL JAY BERGER AND ANTHONY ALCAZAR IN SUPPORT THEREOF; AND STATEMENT OF DISINTERESTEDNESS IN SUPPORT THEREOF [11 U.S.C. § 327, LBR 2014-1]**

2. Movant(s) is requesting that the court grant the Motion without a hearing as provided for in LBR 9013-1(o), unless a party in interest timely files and serves a written opposition to the Motion and requests a hearing.

3. The Motion is based upon the legal and factual grounds set forth in the Motion. (*Check appropriate box below*):

   ☑ The full Motion is attached to this notice; or

   ☐ The full Motion was filed with the court as docket entry #_____, and a detailed description of the relief sought is attached to this notice.

4. **DEADLINE FOR FILING AND SERVING OPPOSITION PAPERS AND REQUEST FOR A HEARING:** Pursuant to LBR 9013-1(o), any party who opposes the Motion may request a hearing on the Motion. The deadline to file and serve a written opposition and request for a hearing is 14 days after the date of service of this notice, plus 3 additional days if you were served by mail or pursuant to F.R.Civ.P. 5(b)(2)(D) or (F).
   a. If you timely file and serve a written opposition and request for a hearing, movant will file and serve a notice of hearing at least 14 days in advance of the hearing. [LBR 9013-1(o)(4)]

   b. If you fail to comply with this deadline:

      (1) Movant will file a declaration to indicate: (1) the Motion was properly served, (2) the response period elapsed, and (3) no party filed and served a written opposition and request for a hearing within 14 days after the date of service of the notice [LBR 9013-1(o)(3)];

      (2) Movant will lodge an order that the court may use to grant the Motion; and

      (3) The court may treat your failure as a waiver of your right to oppose the Motion and may grant the Motion without further hearing and notice. [LBR 9013-1(h)]

Respectfully submitted,

Date: 2/22/2024

Michael J Berger
Signature of Movant or attorney for Movant

Michael Jay Berger
Printed name of Movant or attorney for Movant

PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is:
9454 Wilshire Boulevard, 6th floor
Beverly Hills, CA 90212

A true and correct copy of the foregoing document entitled: **Notice of Motion for Order without Hearing Pursuant to LBR 9013-1(o)** will be served or was served **(a)** on the judge in chambers in the form and manner required by LBR 5005-2(d); and **(b)** in the manner stated below:

1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF): Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On *(date)* 2/26/24, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:
Debtor's Proposed Counsel: Michael Jay Berger michael.berger@bankruptcypower.com,
yathida.nipha@bankruptcypower.com;michael.berger@ecf.inforuptcy.com
U.S. Trustee: Katherine Bunker kate.bunker@usdoj.gov
United States Trustee (SV) ustpregion16.wh.ecf@usdoj.gov

☐ Service information continued on attached page

2. SERVED BY UNITED STATES MAIL:
On *(date)* 2/26/24, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

☐ Service information continued on attached page

3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL (state method for each person or entity served): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on *(date)* 2/26/24, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.
Honorable Victoria Kaufman
United States Bankruptcy Court
Central District of California
21041 Burbank Boulevard, Suite 354 / Courtroom 301
Woodland Hills, CA 91367 United States Bankruptcy Court

☐ Service information continued on attached page

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

2/26/24	**Peter Garza**	**/s/ Peter Garza**
Date	*Printed Name*	*Signature*

U.S. Trustee:
Katherine Bunker
915 Wilshire Blvd., Ste. 1850
Los Angeles, CA 90017

SECURED CREDITORS:

8Fig, Inc.
11801 Domain Blvd, Third Floor
Austin, TX 78758

8Fig, Inc.
1717 W. 6th Street, Suite 335
Austin, TX 78703

Amazon Capital Services
PO Box 84837
Seattle, WA 98124-6137

Amazon Capital Services, Inc.
410 Trry Ave. N.
Seattle, WA 98109

Amazon Capital Services, Inc.
c/o Davis Wright Tremaine LLP
Attn: Lauren Dorsett, Esq.
A 920 5th Avenue, Suite 330
Seattle, WA 98104-1610

Blue Bridge Financial, Inc.
11921 Freedom Drive, Suite 1130
Reston, VA 20190

Bluevine
30 Montgomery Street, Ste 1400
Jersey City, NJ 07302

Cedar Advance
2917 Avenue I
Brooklyn, NY 11210

Corporation Service Company
As Representative
PO Box 2576
Springfield, IL 62708

CT Corporation Service Company
as Representative
PO Box 2576

Springfield, IL 62708

Fasanara Securitisation S.A. Acting
For and On Behalf of Its Compartmen
36-38 Grand-RUE
Grand Duchy of Luxembourg
Grand Duchy of Luxembourt 1660

Financial Pacific Leasing, Inc.
PO Box 4568
Auburn, WA 98001

Financial Pacific Leasing, Inc.
3455 S 344th Way #300
Auburn, WA 98001-9546

First Corporate Solutions
as Representative
914 S. Street
Sacramento, CA 95811

Huntington Valley Bank
990 Spring Garden Street 700
Philadelphia, PA 19123

Huntington Valley Bank
First Citizen Square
15 South Main Street
Mansfield, PA 16933-1590

Mercury Capital
27702 Crown Valley Pkwy
Bldg D4 #205
Ladera Ranch, CA 92694

Metropolitan Capital Bank & Trust
9 East Ontario Street
Chicago, IL 60611

Parkside Funding Group LLC
865 Nj-33 Business 3 Unit 192
Freehold, NJ 07728

Partners Personnel
Management Services, LLC
3820 State Street, Ste B
Santa Barbara, CA 93105

Robert Reiser and Company
725 Dedham Street
Canton, MA 02021

Sand Park Capital LLC
2917 Avenue I
Brooklyn, NY 11210

Sellers Funding
45 N. Broad Street, Suite 100
Ridgewood, NJ 07450

Shopify Capital
100 Shockoe Slip, 2nd Floor
Richmond, VA 23219

Slope Advance
7 Freelon Street
San Francisco, CA 94107

Spartan Capital
371 E Main St, Suite 2
Middletown, NY 10940

Stor RB One Limited
14 Old Queen Street
London, UK SW1H9HP GBR

U.S. Small Business Administration
10737 Gateway West, #300
El Paso, TX 79935

U.S. Small Business Administration
c/o Elan S. Levey
300 N. Los Angeles Street
Fed. Bldg. Rm. 7516
Los Angeles, CA 90012

20 LARGEST UNSECURED CREDITORS

EasyPost
2889 Ashton Boulevard, Suite 325
Lehi, UT 84043

Facebook
1601 Willow Road
Menlo Park, CA 94025

Fleetcor Technologies Inc.
3280 Peachtree Road, Ste 2400
Atlanta, GA 30305

Greenberg Traurig
1840 Century Park East, Ste 1900
Los Angeles, CA 90067

Internal Revenue Service
P O Box 7346
Philadelphia, PA 19101-7346

Lyneer Staffing
1011 Whitehead Rd Ext
Trenton, NJ 08638

Parker Group, Inc.
2261 Market Street, #4106
San Francisco, CA 94114

Ramp
28 West 23rd Street, Floor 2
Washington, DC 20020

Jeeves
2035 Sunset Lake Rd. Suite B-2
Newark, DE 19702

Southern California Edison
2244 Walnut Grove Avenue
Rosemead, CA 91770

UPS
55 Glenlake Parkway NE
Atlanta, GA 30328

We Pack It All
2745 Huntington Drive
Duarte, CA 91010

Rapid Fulfillment LLC
12924 Piernce Street
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Frisbi
1267 57th Street, Ground Floor
Brooklyn, NY 11219

Taboola
Attn: Fred Sampliner
16 Madison Square West, 7th Floor
New York, NY 10010

MNTN
823 Congress Avenue, #1827
Austin, TX 78768

Perpetua
36 Maplewood Avenue
Portsmouth, NH 03801

Uline
12575 Uline Drive, H1
Pleasant Prairie, WI 53158

Bakers Authority
59-21 Queens Midtown Expy
Maspeth, NY 11378

Attentive Mobile
221 River Street, Suite 9047
Hoboken, NJ 07030

PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is:
9454 Wilshire Blvd., 6th Fl., Beverly Hills, CA 90212

A true and correct copy of the foregoing document entitled (*specify*): **APPLICATION FOR ORDER AUTHORIZING DEBTOR TO EMPLOY GENERAL BANKRUPTCY COUNSEL; DECLARATIONS OF MICHAEL JAY BERGER AND ANTHONY ALCAZAR IN SUPPORT THEREOF; AND STATEMENT OF DISINTERESTEDNESS IN SUPPORT THEREOF [11 U.S.C. § 327, LBR 2014-1]** will be served or was served **(a)** on the judge in chambers in the form and manner required by LBR 5005-2(d); and **(b)** in the manner stated below:

1. **TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF)**: Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On (*date*) 2/26/24, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

Debtor's Proposed Counsel: Michael Jay Berger michael.berger@bankruptcypower.com,
yathida.nipha@bankruptcypower.com;michael.berger@ecf.inforuptcy.com
U.S. Trustee: Katherine Bunker kate.bunker@usdoj.gov
United States Trustee (SV) ustpregion16.wh.ecf@usdoj.gov

☐ Service information continued on attached page

2. SERVED BY UNITED STATES MAIL:
On (*date*) 2/26/24, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

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3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL (state method for each person or entity served): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on 2/26/24, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

Honorable Victoria Kaufman
United States Bankruptcy Court
Central District of California
21041 Burbank Boulevard, Suite 354 / Courtroom 301
Woodland Hills, CA 91367 United States Bankruptcy Court

☒ Service information continued on attached page

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

2/26/24	Peter Garza	/s/Peter Garza
Date	*Printed Name*	*Signature*

2. **SERVED BY UNITED STATES MAIL**

U.S. Trustee:
Katherine Bunker
915 Wilshire Blvd., Ste. 1850
Los Angeles, CA 90017

SECURED CREDITORS:

8Fig, Inc.
11801 Domain Blvd, Third Floor
Austin, TX 78758

8Fig, Inc.
1717 W. 6th Street, Suite 335
Austin, TX 78703

Amazon Capital Services
PO Box 84837
Seattle, WA 98124-6137

Amazon Capital Services, Inc.
410 Trry Ave. N.
Seattle, WA 98109

Amazon Capital Services, Inc.
c/o Davis Wright Tremaine LLP
Attn: Lauren Dorsett, Esq.
A 920 5th Avenue, Suite 330
Seattle, WA 98104-1610

Blue Bridge Financial, Inc.
11921 Freedom Drive, Suite 1130
Reston, VA 20190

Bluevine
30 Montgomery Street, Ste 1400
Jersey City, NJ 07302

Cedar Advance
2917 Avenue I
Brooklyn, NY 11210

Corporation Service Company
As Representative
PO Box 2576
Springfield, IL 62708

CT Corporation Service Company
as Representative
PO Box 2576
Springfield, IL 62708

Fasanara Securitisation S.A. Acting
For and On Behalf of Its Compartmen
36-38 Grand-RUE
Grand Duchy of Luxembourg
Grand Duchy of Luxembourt 1660

Financial Pacific Leasing, Inc.
PO Box 4568
Auburn, WA 98001

Financial Pacific Leasing, Inc.
3455 S 344th Way #300
Auburn, WA 98001-9546

First Corporate Solutions
as Representative
914 S. Street
Sacramento, CA 95811

Huntington Valley Bank
990 Spring Garden Street 700
Philadelphia, PA 19123

Huntington Valley Bank
First Citizen Square
15 South Main Street
Mansfield, PA 16933-1590

Mercury Capital
27702 Crown Valley Pkwy
Bldg D4 #205
Ladera Ranch, CA 92694

Metropolitan Capital Bank & Trust
9 East Ontario Street
Chicago, IL 60611

Parkside Funding Group LLC
865 Nj-33 Business 3 Unit 192
Freehold, NJ 07728

Partners Personnel

Management Services, LLC
3820 State Street, Ste B
Santa Barbara, CA 93105

Robert Reiser and Company
725 Dedham Street
Canton, MA 02021

Sand Park Capital LLC
2917 Avenue I
Brooklyn, NY 11210

Sellers Funding
45 N. Broad Street, Suite 100
Ridgewood, NJ 07450

Shopify Capital
100 Shockoe Slip, 2nd Floor
Richmond, VA 23219

Slope Advance
7 Freelon Street
San Francisco, CA 94107

Spartan Capital
371 E Main St, Suite 2
Middletown, NY 10940

Stor RB One Limited
14 Old Queen Street
London, UK SW1H9HP GBR

U.S. Small Business Administration
10737 Gateway West, #300
El Paso, TX 79935

U.S. Small Business Administration
c/o Elan S. Levey
300 N. Los Angeles Street
Fed. Bldg. Rm. 7516
Los Angeles, CA 90012

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Lehi, UT 84043

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1601 Willow Road
Menlo Park, CA 94025

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3280 Peachtree Road, Ste 2400
Atlanta, GA 30305

Greenberg Traurig
1840 Century Park East, Ste 1900
Los Angeles, CA 90067

Internal Revenue Service
P O Box 7346
Philadelphia, PA 19101-7346

Lyneer Staffing
1011 Whitehead Rd Ext
Trenton, NJ 08638

Parker Group, Inc.
2261 Market Street, #4106
San Francisco, CA 94114

Ramp
28 West 23rd Street, Floor 2
Washington, DC 20020

Jeeves
2035 Sunset Lake Rd. Suite B-2
Newark, DE 19702

Southern California Edison
2244 Walnut Grove Avenue
Rosemead, CA 91770

UPS
55 Glenlake Parkway NE
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PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is:
9454 Wilshire Boulevard, 6th floor
Beverly Hills, CA 90212

A true and correct copy of the foregoing document entitled: **Notice of Motion for Order without Hearing Pursuant to LBR 9013-1(o)** will be served or was served **(a)** on the judge in chambers in the form and manner required by LBR 5005-2(d); and **(b)** in the manner stated below:

1. **TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF)**: Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On *(date)* 2/26/24, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

Debtor's Proposed Counsel: Michael Jay Berger michael.berger@bankruptcypower.com,
yathida.nipha@bankruptcypower.com;michael.berger@ecf.inforuptcy.com
U.S. Trustee: Katherine Bunker kate.bunker@usdoj.gov
United States Trustee (SV) ustpregion16.wh.ecf@usdoj.gov

☐ Service information continued on attached page

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United States Bankruptcy Court
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21041 Burbank Boulevard, Suite 354 / Courtroom 301
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I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

2/26/24	**Peter Garza**	**/s/ Peter Garza**
Date	*Printed Name*	*Signature*

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